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Attorneys for Defendants

UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

GARY W. WYATT and DOV FRISHBERG,

Plaintiffs,

v.

PRICEWATERHOUSECOOPERS LLP, RETIREMENT PLAN FOR EMPLOYEES OF PRICEWATERHOUSECOOPERS LLP, and RETIREMENT BENEFIT ACCUMULATION PLAN FOR EMPLOYEES OF PRICEWATERHOUSECOOPERS LLP,

Defendants.

CIVIL ACT. NO. 07-CV-07249-HB

JUDGE HAROLD BAER

DISCLOSURE STATEMENT OF PRICEWATERHOUSECOOPERS LLP

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, the undersigned counsel for PricewaterhouseCoopers LLP certifies that PricewaterhouseCoopers LLP is a limited liability partnership with no publicly-held interests or parent corporation.

Dated: September 21, 2007

Respectfully submitted,

O'MELVENY & MYERS LLP

s/Robert M. Stern_

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